

**IN THE UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

<b>In re:</b>	§	
	§	<b>Chapter 11</b>
	§	
<b>CTI Liquidation Co., Inc.<sup>1</sup></b>	§	<b>Case No. 23-14853 (JKS)</b>
	§	
<b>Post-Effective Date Debtor.</b>	§	<b>(Jointly Administered)</b>
	§	

**QUARTERLY OPERATING REPORT NOTES**  
**FOR THE QUARTER ENDED SEPTEMBER 30, 2024**

**INTRODUCTION:**

On June 4, 2023, CTI Liquidation Co., Inc. f/k/a Cyxtera Technologies, Inc. and certain of its affiliates (collectively, the “Debtors”) filed voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code with the United States Bankruptcy Court for the District of New Jersey (the “Court”). On November 17, 2023, the Court entered its *Order Confirming the Fourth Amended Joint Plan of Reorganization of Cyxtera Technologies, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 718] (the “Confirmation Order”), which confirmed the Plan.<sup>2</sup> The Plan became effective and was substantially consummated on January 12, 2024 (the “Effective Date”).

Pursuant to the Plan, on the Effective Date, Pirinate Consulting Group and its Sole Member, Eugene I. Davis, was appointed as the Plan Administrator. The Plan Administrator serves as the sole representative of the Debtors and Post-Effective Date Debtors and has the powers and authority to implement the Plan and to administer and distribute the Distribution Reserve Accounts and wind down the business and affairs of the Debtors and Post-Effective Date Debtors as outlined in the Plan. The Plan Administrator has signed the QOR as the authorized signatory of the Debtors.

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of the Debtors’ tax identification numbers, are: CYBORG OLDSCO Communications, LLC (7675), CTI Liquidation Co Inc. (3013), CYBORG OLDSCO Canada, LLC (8409), Cyxtera Communications Canada, ULC (1748), CYBORG OLDSCO Data Centers, Inc. (9960), CYBORG OLDSCO DC Holdings, Inc. (9358), CYBORG OLDSCO DC Parent Holdings, Inc. (9491), CYBORG OLDSCO Federal Group, Inc. (4954), CYBORG OLDSCO Management, Inc. (0913), Cyxtera Netherlands B.V. (1564), Cyxtera Canada TRS, ULC (0701), CYBORG OLDSCO Digital Services, LLC (8315), CYBORG OLDSCO Employer Services, LLC (2257), CYBORG OLDSCO Holdings, LLC (4212), CYBORG OLDSCO Technologies Maryland, Inc. (2896), and CYBORG OLDSCO Technologies, LLC (1569). The location of the Debtors’ service address for purposes of these chapter 11 cases is: c/o Halperin Battaglia Benzija, LLP 40 Wall Street, 37th Floor, New York, NY 10005.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan.

The Chapter 11 Case of CTI Liquidation Co., Inc. remains opens (the “Liquidating Debtor”) and the Final Decrees, of the remaining cases listed below (the “Closed Cases”), were entered on March 27, 2024 [Docket No. 953].

Debtor	Formerly Known As	Case No.
CYBORG OLDSCO Communications, LLC	Cyxtera Communications, LLC	23-14852
CYBORG OLDSCO Canada, LLC	Cyxtera Canada, LLC	23-14855
Cyxtera Communications Canada, ULC <sup>3</sup>		23-14856
CYBORG OLDSCO Data Centers, Inc.	Cyxtera Data Centers, Inc.	23-14857
CYBORG OLDSCO DC Holdings, Inc.	Cyxtera DC Holdings, Inc.	23-14858
CYBORG OLDSCO DC Parent Holdings, Inc.	Cyxtera DC Parent Holdings, Inc.	23-14859
CYBORG OLDSCO Federal Group, Inc.	Cyxtera Federal Group, Inc.	23-14862
CYBORG OLDSCO Management, Inc.	Cyxtera Management, Inc.	23-14864
Cyxtera Netherlands B.V.		23-14865
Cyxtera Canada TRS, ULC <sup>4</sup>		23-14854
CYBORG OLDSCO Digital Services, LLC	Cyxtera Digital Services, LLC	23-14860
CYBORG OLDSCO Employer Services, LLC	Cyxtera Employer Services, LLC	23-14861
CYBORG OLDSCO Holdings, LLC	Cyxtera Holdings, LLC	23-14863
CYBORG OLDSCO Technologies Maryland, Inc.	Cyxtera Technologies Maryland, Inc.	23-14866
CYBORG OLDSCO Technologies, LLC	Cyxtera Technologies, LLC	23-14867

The QOR is unaudited and limited in scope. Information contained in this QOR is derived from the Post- Effective Date Debtors’ books and records. The Plan Administrator has prepared this QOR using the best information presently available to them, which has been collected, maintained, and prepared in accordance with their historical accounting practices, prior to consolidating and eliminating entries. Accordingly, this QOR is true and accurate to the best of the Post-Effective Date Debtors’ knowledge, information, and belief, based on currently-available data. There can be no assurance that such information is complete, and this QOR may be subject to revision. The Post-Effective Date Debtors’ financial information and the QOR are prepared on a cash basis.

#### **RESERVATION OF RIGHTS:**

These QOR has been prepared for the purpose of complying with the quarterly reporting requirements applicable in a format consistent with the form approved by the U.S. Trustee and pursuant to Section 3 of the Plan Administrator’s Agreement. The unaudited financial information has been derived from the books and records of the Post-Effective Date Debtors. The Post-Effective Date Debtors reserves all rights to dispute the nature, validity, status, enforceability, or executory natures of any claim amount, agreement, representation, or other statement set forth in this QOR. Further, the Post-Effective Date Debtors reserve the right to amend or supplement this QOR, if necessary, but shall be under no obligation to do so.

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<sup>3</sup> Name change pending.

<sup>4</sup> Name change pending.

## ASSETS TRANSFERRED ON THE EFFECTIVE DATE

On the Effective Date, the following assets were transferred to the Plan Administrator and to the GUC Trust and were included in the disbursements of the Debtors in the final Monthly Operating Reports submitted to the Court (in 000's).

Reserve	Total
Wind-down Expenses	\$ 8,330.0
Reserve for Income Taxes	3,700.0
Claims Reserve	5,000.0
Letter of Credit Reserve	2,139.4
Litigation Reserve	1,000.0
Winddown Exp Reserve	1,000.0
	<u>\$ 21,169.4</u>
 GUC TRUST	 <u>\$ 8,650.0</u>

In addition, \$38.55 million was transferred to the Professional Fee Escrow Account. Similarly, this transfer was included in the Debtors' final Monthly Operating Report. In May 2024, after paying all Final Fee Applications, approximately \$7.98 million from the Professional Fee Escrow Account was transferred to the Plan Administrator and is included in the Reserve for First Lien Claims.

## STATEMENT OF CASH FLOWS

For the quarter April 1, 2024 to September 30, 2024 (in 000's):

	Wind-down & Litigation Reserves	Reserve for Income Taxes	Claims Reserve	Letter of Credit Reserve	Reserve for First Lien Claims and/or Expenses	Total
Cash Receipts						
Other	\$ -	\$ -	\$ -	\$ -	\$ 43,047	\$ 43,047
Interest/Dividend Income	210	-	-	-	324	534
Total Cash Receipts	210	-	-	-	43,371	43,581
Cash Disbursements						
Professional Fees	(240)	-	-	-	-	(240)
Plan Administrator Fee	(75)	-	-	-	-	(75)
Insurance	-	-	-	-	-	-
Taxes	-	-	-	-	-	-
US Trustee Fee	(0)	-	-	-	-	(0)
	(315)	-	-	-	-	(315)
Payments Under the Plan						
Secured Claims	-	-	-	-	-	-
Administrative Claims	-	-	-	-	-	-
Priority Claims	-	-	-	-	-	-
	-	-	-	-	-	-
Total Cash Disbursements	(315)	-	-	-	-	(315)
Net Cash Flow	(105)	-	-	-	43,371	43,266
Interfund Transfers	-	-	-	-	-	-
Total Change in Cash	(105)	-	-	-	43,371	43,266
Opening Cash Balance, Jul 1, 2024	8,746	3,262	4,427	1,215	16,392	34,043
Ending Cash Balance, Sep 30, 2024	\$ 8,640	\$ 3,262	\$ 4,427	\$ 1,215	\$ 59,763	\$ 77,309

(see notes on the following page)

**For the period January 13, 2024 to September 30, 2024 (in 000's):**

	Wind-down & Litigation Reserves	Reserve for Income Taxes	Claims Reserve	Letter of Credit Reserve	Reserve for First Lien Claims and/or Expenses	Total
Cash Receipts						
Other	\$ 772	\$ -	\$ -	\$ -	\$ 58,306	\$ 59,078
Interest/Dividend Income	602	-	-	-	533	1,135
Total Cash Receipts	1,374	-	-	-	58,840	60,213
Cash Disbursements						
Professional Fees	(1,591)	-	-	-	-	(1,591)
Plan Administrator Fee	(225)	-	-	-	-	(225)
Insurance	(55)	-	-	-	-	(55)
Taxes	-	(438)	-	-	-	(438)
US Trustee Fee	(1,192)	-	-	-	-	(1,192)
	(3,063)	(438)	-	-	-	(3,501)
Payments Under the Plan						
Secured Claims	-	-	-	-	-	-
Administrative Claims	-	-	(505)	-	-	(505)
Priority Claims	-	-	(68)	-	-	(68)
	-	-	(573)	-	-	(573)
Total Cash Disbursements	(3,063)	(438)	(573)	-	-	(4,074)
Net Cash Flow	(1,690)	(438)	(573)	-	58,840	56,139
Interfund Transfers	-	-	-	(924)	924	-
Total Change in Cash	(1,690)	(438)	(573)	(924)	59,763	56,139
Opening Cash Balance, Jul 1, 2024	10,330	3,700	5,000	2,139	-	21,169
Ending Cash Balance, Sep 30, 2024	\$ 8,640	\$ 3,262	\$ 4,427	\$ 1,215	\$ 59,763	\$ 77,309

**Notes to the Quarterly Operating Reports and Statement of Cash Flows.**

- (1) This QOR is for the quarter ended September 30, 2024 and the post-emergence period January 13, 2024 to September 30, 2024.
- (2) The financial information contained herein is presented on a preliminary and unaudited basis and remains subject to adjustments.
- (3) All figures include both cash and restricted cash as reported in the bank statements. Reconciling differences will exist between bank statement balances and balance sheet cash balances due to routine timing differences between payment execution by the Debtors' financial system and disbursement of funds from respective bank accounts.
- (4) During the quarter ended March 31, 2024, Final Fee Applications for Pre-Emergence Retained Professionals were approved by the Court and were paid by the Professional Fee Escrow Account and are not included in the Statement of Cash Flows. In May, 2024, after paying all Final Fee Applications, approximately \$7.98 million from the Professional Fee Escrow Account was transferred to the Plan Administrator and is included in the Reserve for First Lien Claims and/or Expenses.
- (5) Subsequent to the Effective Date, \$772,000 was transferred to the Plan Administrator to pay the fourth quarter US Trustee Fees and ordinary course professional fees, which were not paid prior to closing. In addition, \$7.2 million was received by the Debtors after distribution to the First Lien Lenders on or about the Effective Date and is being held by the Plan Administrator in reserve to be distributed to the First Lien Claims under the Plan.
- (6) Under the APA, the Debtors funded the Adjustment Escrow Amount of \$30 million ("the Working Capital Escrow"). The funding of the Working Capital Escrow was included as

a disbursement in the Debtors' Monthly Operating Reports. In August 2024, the Adjustment Amount under the APA was finalized and the \$30 million Working Capital Escrow plus \$12.5 million from the Purchaser as well as interest earned on the Working Capital Escrow of approximately \$346,000, was transferred to the Plan Administrator and is included in the Reserve for First Lien Claims and/or Expenses.

- (7) The GUC Trust is not included in the Statement of Cash Flows. On the Effective Date, the GUC Trust received \$8.65 million. As of the date of this report, the GUC Trust has not Allowed or paid any General Unsecured Claims.
- (8) Under the Plan, no distribution is anticipated to Equity Interests.
- (9) Inception to date September 30, 2024, total disbursements by the Plan Administrator and from the Professional Fee Escrow Account were approximately \$33.87 million, and therefore were less than the sum of the cash transferred to the Plan Administrator at Emergence, Working Capital Escrow, and the Professional Fee Escrow which totals \$89.72 million (collectively, the "Initial Funding"). Accordingly, the Plan Administrator has not reflected the disbursements in the QOR for the period as "disbursements" for purposes of 28 U.S.C. § 1930(a)(6) in Part 1: Summary of Post-confirmation Transfers in the Post-confirmation report of CTI Liquidation Co., Inc. and will not do so until disbursements are in excess of the Initial Funding.